

BEFORE THE TENNESSEE REGULATORY AUTHORITY

Nashville, Tennessee

October 27, 2003

IN RE:

IMPLEMENTATION OF THE FEDERAL
COMMUNICATIONS COMMISSION'S
TRIENNIAL REVIEW ORDER – 9
MONTH PROCEEDING – SWITCHING

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DOCKET NO.
03-00491

ORDER ON OCTOBER 21, 2003 STATUS CONFERENCE

This docket came before the Hearing Officer at a status conference on October 21, 2003, which had been set pursuant to a *Notice of Filing and Status Conference* issued on October 13, 2003. Pursuant to the notice and as a result of filings filed subsequent to the notice, the status conference was held to establish a procedural schedule, address the *Petition to Intervene of NewSouth Communication Corp.* filed on October 20, 2003, hear comments on the *Initial Pre-Hearing Order Establishing Procedures* filed by BellSouth Telecommunications, Inc. ("BellSouth") and the Competitive Carriers of the South ("CompSouth")¹ on October 9, 2003, and hear comments on a letter filed by BellSouth on October 15, 2003 regarding discovery of information from non-parties. The parties in attendance at the status conference were:

MCImetro Access Transmission Services, LLC and Brooks Fiber Communications of Tennessee, Inc. – John Hastings, Esq., Boulton, Cummings, Conners & Berry, PLC, 414 Union Street, Suite 1600, Nashville, Tennessee 37219 and Kennard B. Woods, Esq. Six Concourse Parkway, Suite 600, Atlanta, Georgia 30328;

¹ CompSouth includes the following telecommunications providers: Access Integrated Networks, Inc.; MCI; Birch Telecom; Business Telecom, Inc.; Covad; Cinergy Communications Company; AT&T; NewSouth Communications, Corp.; Talk America; Nuvox Communications, Inc.; ITC^DeltaCom; Xspedius Communications; Momentum Business Solutions; Cinergy Communications Company; Network Telephone Corp.; KMC Telecom; Z-Tel Communications, Inc.; and IDS Telecom LLC

Competitive Carriers of the South, Inc. – Henry Walker, Esq., Boulton, Cummings, Conners & Berry, PLC, 414 Union Street, Suite 1600, Nashville, Tennessee 37219;

AT&T Communications of the South Central States, LLC – Martha Ross-Bain, Esq., Suite 8100, 1200 Peachtree Street, Atlanta, Georgia, 30309;

Sprint Communications Company, L.P., United Telephone-Southeast, Inc., and Sprint Spectrum, L.P. d/b/a Sprint PCS – James Wright, Esq., 14111 Capital Boulevard, Wake Forest, North Carolina 27587;

BellSouth Telecommunications, Inc. – Guy Hicks, Esq., 333 Commerce Street, Suite 2101, Nashville, Tennessee 37201 and Andrew D. Shore, Esq., 675 West Peachtree Street, Atlanta, Georgia 30375; and

Consumer Advocate and Protection Division – Joe Shirley, Esq., Office of the Attorney General, Post Office Box 20207, Nashville, Tennessee 37202.

I. OUTSTANDING INTERVENTION

On October 20, 2003, NewSouth Communications Corp. (“NewSouth”) filed a petition to intervene. In its petition, NewSouth explained that it is a competitive local exchange carrier certified in Tennessee and that this proceeding will address the terms and conditions under which it will provide service. Tennessee Code Annotated Section 4-5-310(a) sets forth the following criteria for granting petitions to intervene:

(a) The administrative judge or hearing officer shall grant one (1) or more petitions for intervention if:

(1) The petition is submitted in writing to the administrative judge or hearing officer, with copies mailed to all parties named in the notice of the hearing, at least seven (7) days before the hearing;

(2) The petition states facts demonstrating that the petitioner’s legal rights, duties, privileges, immunities or other legal interest may be determined in the proceeding or that the petitioner qualifies as an intervenor under any provision of the law; and

(3) The administrative judge or hearing officer determines that the interests of justice and the orderly and prompt conduct of the proceedings shall not be impaired by allowing the intervention.²

The Hearing Officer finds that the petition was timely filed and substantiates that NewSouth’s legal interests may be affected by this docket. Further, NewSouth’s intervention will not impair the interests of justice or the orderly and prompt conduct of this docket. Additionally, no party

objected to the intervention. Therefore, pursuant to Tennessee Code Annotated Section 4-5-310(a), the petition should be granted.

II. *Initial Pre-Hearing Order Establishing Procedures*

On October 9, 2003, BellSouth and CompSouth filed their proposed *Initial Pre-Hearing Order Establishing Procedures* ("Proposed Order") (attached hereto as Attachment A). In the October 13, 2003 *Notice of Filing and Status Conference*, the Hearing Officer directed all parties wishing to comment on the Proposed Order to do so no later than October 16, 2003. No comments were filed. During the status conference, the Hearing Officer provided the parties in attendance a further opportunity to comment.

Sprint Communications Company, L.P., United Telephone-Southeast, Inc., and Sprint Spectrum, L.P. d/b/a Sprint PCS (collectively "Sprint") were the only parties to express an objection. Specifically, Sprint questioned the need for the following language at the end of the Proposed Order: "In addition, the parties may require the execution of a confidentiality agreement where appropriate. A form confidentiality agreement will be submitted to the Authority." BellSouth explained that it and CompSouth had entered into a region-wide confidentiality agreement, but that BellSouth had no intention of requiring such an agreement from other parties. BellSouth agreed that the two sentences could be deleted.

After providing an opportunity for comment, the Hearing Officer requested an explanation of paragraph (1)(i), which states:

All filings required to be made to the Authority shall be made pursuant to the ordinary rules of practice and procedure that apply to matters pending before the Authority, on the dates specified by the Authority and in the manner such filings are ordinarily made; provided, however, that unless the Authority specifically orders otherwise with regard to a particular filing or submission, the parties may hand deliver any required pleading to the Authority by 11 a.m. on the day following the date the filing was due, and provided that service on the other parties was made in accord with the requirements of this order, such filings shall be considered timely.³

² Tenn. Code Ann. § 4-5-310(a) (1998).

³ *Initial Pre-Hearing Order Establishing Procedures*, para. (1)(i) (Oct. 9, 2003)

Specifically, the Hearing Officer questioned the need for the following language: “unless the Authority specifically orders otherwise with regard to a particular filing or submission, the parties may hand deliver any required pleading to the Authority by 11 a.m. on the day following the date the filing was due.”

BellSouth explained and CompSouth agreed that the 11:00 a.m. filing time would only be acceptable if the filing or submission had been submitted to the Authority electronically the preceding day. BellSouth stated that the additional time was needed, particularly given the anticipation that many of the filings will be voluminous, in order to coordinate support staff. No other party expressed objections or commented on this provision.

The Hearing Officer also asked for clarification of paragraph (1)(iv), which provides:

Because some filings, such as testimony, or the responses to filings such as interrogatories or responses to requests for production may be voluminous, the parties can elect, for non-confidential materials, to create a publicly accessible website where any such filings can be posted. If a party elects to post a responsive filing to this web site, and sends an email with a URL link to that publicly accessible website to the appropriate representatives of the other parties, such a posting shall be considered service of the responsive document. This vehicle may be used for the posting of testimony and responses to discovery, but shall not be used for the filing of matters that require a response from other parties, such as interrogatories, requests for admission or requests for production of documents.⁴

The Hearing Officer asked BellSouth whether it would be responsible for maintaining the website. BellSouth responded that if a party chose to operate pursuant to this paragraph, it would be the responsibility of the party to maintain a website and forward the appropriate URL link to the party receiving the filing.

⁴ *Id.* at para. (1)(iv).

Having provided sufficient opportunity for comment and received the clarification on the two items discussed above, the Hearing Officer finds that the Proposed Order should be adopted with the following modifications and clarifications. First, the last two sentences of paragraph (3) are stricken. Second, paragraph (1)(i) is clarified such that parties may only operate pursuant to this paragraph if they electronically submit the filings or submissions to the Tennessee Regulatory Authority ("Authority") by the date set forth in the procedural schedule by 2 P.M. pursuant to TRA Rule 1220-1-1-.11. Documents may be electronically submitted to the Authority by e-mailing them to switching.491@state.tn.us.⁵ Lastly, paragraph (1)(iv) is clarified such that, if a party chooses to serve filings or submissions by reference to a URL link, it is that party's responsibility to maintain its own website.

III. October 15, 2003 Letter

On October 15, 2003, BellSouth filed a letter regarding the manner in which the parties should seek to obtain information from telecommunications carriers certificated in Tennessee that are not parties. The first alternative listed by BellSouth is to make all certificated telecommunications carriers parties to this docket for the limited purpose of discovery. The second alternative is to authorize the parties to gather information pursuant to Authority Rule 1220-1-3-.13, which states:

At the request of any party, the Chair of the Authority or the Hearing Officer shall issue signed subpoenas, including subpoenas duces tecum, in blank in accordance with the Tennessee Rules of Civil Procedure, except that service in contested cases may be by certified, return receipt mail, in addition to the means of service provided in the Tennessee Rules of Civil Procedure. Parties shall complete and serve their own subpoenas. This section may not be used to circumvent the provisions of Rule 1220-1-2-.11.⁶

BellSouth expressed its preference for the second alternative in both its letter and at the status conference. There were no objections to proceeding with the second alternative, although Sprint

⁵ The Hearing Officer requests that each electronic submission contain a single file name and that electronically submitted documents be converted to and transmitted as PDF files, when possible.

⁶ Tenn. R & Regs. 1220-1-2-.13 (Rev. July 2003).

expressed a preference for the first alternative because of concerns that it may be difficult to use the second alternative given that it may not know of all providers certificated by the Authority. In addition, CompSouth noted that it knew of no precedent for involuntarily making providers parties to an Authority docket.

Given these comments, the Hearing Officer finds that at this time no entity will be involuntarily made a party to this docket and that the parties should simply proceed according to Authority Rule 1220-1-2-.13. Copies of all responses to subpoenas shall be provided to the Authority by the party issuing the subpoena. To address Sprint's concern with the second alternative, attached to this Order as Attachment B is a list of the telecommunications carriers certified in Tennessee as facilities-based carriers.

IV. Procedural Schedule

In the *Notice of Filing and Status Conference* issued on October 13, 2003, the Hearing Officer notified the parties that they should be prepared to discuss the procedural schedule attached to the notice. On October 16, 2003, the Consumer Advocate and Protection Division of the Office of the Attorney General ("Consumer Advocate") filed a letter asking the Hearing Officer to either include dates in the procedural schedule for motions to compel after responses to discovery are received by parties or generally recognize that parties may file such motions. Also on October 16, 2003, CompSouth filed the *Response of CompSouth to Procedural Schedule* in which it requested that the Hearing Officer explicitly recognize that the parties may issue a second round of discovery requests.⁷

At the outset of the procedural schedule discussion, the Hearing Officer distributed a version of the procedural schedule that had been modified to accommodate the Consumer Advocate's request. The parties were given an opportunity to review the schedule. Thereafter, the Hearing Officer asked if there were objections and none were stated. The Hearing Officer

next turned to CompSouth's response and asked if there were any comments on or objections to the request to explicitly recognize a second round of discovery. There were no objections, and the parties generally supported a second round of discovery. The parties further expressed their belief that the parties should be able to work together on setting dates for issuing such requests and receiving responses that would coordinate with the dates in the procedural schedule proposed by the Hearing Officer.

Next, the Hearing Officer requested that the incumbent carriers, BellSouth and Sprint, file with the Authority a statement listing those geographic markets where the incumbent will not challenge the Federal Communication Commission's finding of impairment. Sprint stated that at the present time it did not intend to challenge any of the geographic markets in its service area and that it would file a letter to that effect if that was acceptable. BellSouth proposed filing the list after receiving some discovery responses and, therefore, suggested December 15, 2003 as the due date.

Based on the absence of objection to the procedural schedule proposed by the Hearing Officer and the comments from the parties, the Hearing Officer finds that the following procedural schedule is appropriate:

**Discovery Requests Served on Parties
& Filed with TRA & Proposed Protective Order Filed..... Monday, October 27, 2003**
Objections to Discovery Requests Filed..... Thursday, November 6, 2003
Motions to Compel Filed Thursday, November 13, 2003
Responses to Motions to Compel..... Thursday, November 20, 2003
**Responses to Discovery Requests Served on Parties
& Filed with TRA.....Monday, November 24, 2003**
Order on Motions to Compel Issued Wednesday, Nov. 26, 2003
Supplemental Responses to Discovery Wednesday, Dec. 10, 2003
**Second Motions to Compel & Statement from ILECs of
Geographic Areas Where Impairment Will Not Be Contested ..Monday, December 15, 2003**

⁷ In its response, CompSouth also sought to adjust the dates for filing direct and rebuttal testimony, but withdrew this request at the status conference.

Second Responses to Motions to Compel.....Friday, December 19, 2003
Order on Motions to Compel IssuedFriday, January 2, 2004
Second Supplemental Discovery Responses Friday, January 9, 2004
Direct Testimony.....Friday, January 16, 2004
Rebuttal Testimony.....Friday, February 27, 2004
Surrebuttal Testimony..... Wednesday, March 17, 2004
Hearing.....Monday, March 29, 2004 at 9:00 a.m. through April 2, 2004
Direct Post-Hearing Briefs Tuesday, April 20, 2004
Reply Post-Hearing Briefs..... Wednesday, May 5, 2004

All filings are due on the date stated herein; however, a party may satisfy this requirement by complying with paragraph (1)(i) of the *Initial Pre-Hearing Order Establishing Procedure* adopted and clarified in section II. of this Order. In addition, the proposed protective order due on October 27, 2003 shall include language sufficient to protect non-parties that may be requested to provide information in this docket. Lastly, the parties may agree to dates for a second round of discovery provided that such agreement does not result in a modification of the above procedural schedule.

IT IS THEREFORE ORDERED:

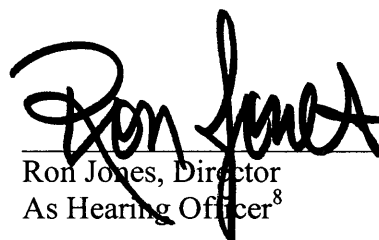
1) The petition to intervene filed by NewSouth Communications Corp. is granted, and NewSouth Communications Corp. may participate in this proceeding as its interests require and receive copies of any notices, orders or other documents filed herein.

2) The *Initial Pre-Hearing Order Establishing Procedures* filed by BellSouth Telecommunications, Inc. and the Competitive Carriers of the South on October 9, 2003 is adopted with the following modifications and clarifications: (a) the last two sentences of paragraph (3) are stricken; (b) paragraph (1)(i) is clarified such that parties may only operate pursuant to this paragraph if they electronically submit the filings or submissions with the Tennessee Regulatory Authority (“Authority”) by the date set forth in the procedural schedule by 2 P.M. pursuant to TRA Rule 1220-1-1-.11; and (c) paragraph (1)(iv) is clarified such that, if a

party chooses to serve filings or submissions by reference to a URL link, it is that party's responsibility to maintain its own website.

3) At this time no entity will be involuntarily made a party to this docket and the parties should simply proceed pursuant to Tennessee Regulatory Authority Rule 1220-1-2-.13 to obtain information from non-parties. Copies of all responses to subpoenas shall be provided to the Authority by the party issuing the subpoena.

4) The procedural schedule set out above is adopted. Any modification to this schedule shall be made by motion in writing filed with the Tennessee Regulatory Authority. All filings are due on the date stated herein; however, a party may satisfy this requirement by complying with paragraph (1)(i) of the *Initial Pre-Hearing Order Establishing Procedure* adopted and clarified in section II. of this Order. The proposed protective order due on October 27, 2003 shall include language sufficient to protect non-parties that may be requested to provide information in this docket. The parties may agree to dates for a second round of discovery provided that such agreement does not result in a modification of the above procedural schedule.



Ron Jones, Director
As Hearing Officer⁸

⁸ During the September 22, 2003 Authority Conference, a panel of the Tennessee Regulatory Authority consisting of then Chairman Deborah Taylor Tate and Directors Pat Miller and Ron Jones unanimously voted to appoint Director Ron Jones as the Hearing Officer to prepare the switching portion of this case for a hearing by the panel. Transcript of Proceedings, Sept. 22, 2003, pp. 73-75 (Authority Conference).

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In Re: *Implementation of the Federal Communications Authority's
Triennial Review Order (Nine-month Proceeding)*
Docket No. 03-00491

*Implementation of the Federal Communications Authority's
Triennial Review Order (Nine-month Proceeding) (Hot Cuts)*
Docket No. 03-00526

*Implementation of the Federal Communications Authority's
Triennial Review Order (Nine-month Proceeding)(Loop and Transport)*
Docket No. 03-00527

**INITIAL PRE-HEARING
ORDER ESTABLISHING PROCEDURE**

The Tennessee Regulatory Authority ("the Authority") enters the following *Initial Pre-Hearing Order Establishing Procedure* governing procedures in the above-styled Docket for (1) service of all pleadings, discovery and responses, testimony, briefs and other required filings; (2) discovery, including but not limited to, interrogatories, requests for production of documents, requests for admissions, depositions; and (3) confidential treatment of responses to discovery. Any issue regarding these matters that are not addressed in this Initial Pre-Hearing Order will be governed by the Authority's normal rules of practice and procedure.

(1) Service of Pleadings, Discovery and Responses, Testimony, Briefs and Other Required Filings.

All filings by the Parties to this proceeding and the service of said filings by Parties shall be made as follows:

- (i) All filings required to be made to the Authority shall be made pursuant to the ordinary rules of practice and procedure that apply to matters pending before the Authority, on the dates specified by the Authority and in the manner such filings are ordinarily made;

provided, however, that unless the Authority specifically orders otherwise with regard to a particular filing or submission, the parties may hand deliver any required pleading to the Authority by 11 a.m. on the day following the date the filing was due, and provided that service on the other parties was made in accord with the requirements of this order, such filing shall be considered timely.

- (ii) Every party to this proceeding shall provide every other party with an email address of a person who shall be authorized to receive service copies for that party of all filings that have to be filed at the Authority or otherwise served on the parties. If the person authorized to receive service for any party changes, that party shall be responsible for notifying all other parties of such change. For any party who has already intervened in this proceeding and who has not provided such an e-mail address, such party shall do so promptly, and in no event less than 10 days following the date of this order. Failure to provide such an address shall excuse any party from any alleged failure to serve the party who has failed to provide the appropriate e-mail address.
- (iii) For the purpose of this proceeding, where a responsive submission is made, service shall be deemed complete when the person making the filing sends the filing to the appropriate email address. For filings that require a responsive filing from other parties, such as interrogatories, requests for admission and requests for production of documents, the time for complying with the request shall begin when the party to whom the request is made receives the request; provided that if the filing is served electronically and is received after 4 p.m, the filing shall be treated as if it were served and received on the next business day following the date on which the electronic filing was received. The parties are admonished to (1) request "receipt" and "read" indicators for all emails to insure that they are delivered and received in a timely manner and (2) to insure that the person designated to receive service, or someone acting in his or her stead, can regularly access email. Upon agreement of the parties, each party may designate up to three persons to receive service to alleviate any concerns about the availability of someone to receive service.

- (iv) Because some filings, such as testimony, or the responses to filings such as interrogatories or responses to requests for production may be voluminous, the parties can elect, for non-confidential materials, to create a publicly accessible website where any such filing can be posted. If a party elects to post a responsive filing to this web site, and sends an email with a URL link to that publicly accessible website to the appropriate representatives of the other parties, such a posting shall be considered service of the responsive document. This vehicle may be used for the posting of testimony and responses to discovery, but shall not be used for the filing of matters that require a response from other parties, such as interrogatories, requests for admission or requests for the production of documents.
- (v) The purpose of providing for service in the foregoing ways is to facilitate the exchange of information between the parties so that this proceeding can go forward in a timely and efficient manner. Any disputes as to whether there has been compliance with these requirements should be discussed among the parties and resolved amicably if at all possible. Prior to bringing any dispute regarding these matters to the Authority, the parties will be required to certify that they have met and discussed the dispute, and succinctly detail exactly what the dispute is. The Authority will not entertain disputes involving a question of whether a filing was made timely unless the aggrieved party can demonstrate that it has been substantially prejudiced.
- (vi) Where a party receives an electronic copy of a document, the party can request a paper copy of the document, but the responding party shall have one week after the request is made to furnish the paper copy.

(2) Discovery

- (A) Interrogatories, Requests to Produce Documents, Requests for Admissions.
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(i) Interrogatories, Requests to Produce Documents and Requests for Admissions and other Discovery may be served requesting state-specific responses and information or, at a party's discretion, seeking responses and information concerning all nine states in the BellSouth region. It shall not be an appropriate or sustainable objection that such discovery seeks information concerning states other than the state in which the discovery is served. Subject to the Confidentiality provisions in Section 3 below and any other evidentiary objections, discovery obtained in other states in the BellSouth region shall be available for use in this proceeding or where appropriate, in appeals from Authority orders to a court of competent jurisdiction or the FCC, subject to normal rules applying to the admission of evidence.

(ii) Where requested, the parties shall respond, except as provided below, to Interrogatories, Requests to Produce and Requests for Admissions within 30 calendar days of service.

(iii) If a party believes that a particular request is unduly voluminous or would otherwise require additional time to respond to (and the request is not otherwise objectionable) the parties are admonished to work together to agree on an appropriate time frame for responding to the discovery, given the circumstances that exist at the time. In resolving such issues, the parties are directed to consider whether the requests can be broken into smaller groups, with some groups being responded to more quickly than others, or whether there is some other innovative way to address such issues, without bringing them to the Authority for resolution. Again, should a party seek the Authority's intervention in such a dispute, the complaining party should be prepared to explain in detail why it has been unable to reach a satisfactory resolution, and why it is prejudiced by the solution offered by the non-complaining party.

(iv) Objections to Discovery.

(a) Objections to Interrogatories, Requests to Produce Documents and Requests for Admissions and other Discovery shall be made within 10 calendar days after service. Objections to Interrogatories, Requests to Produce Documents and Requests for Admissions and other Discovery may include, but not be limited to:

(1) Legal Objections

(2) Objections to the time required for the production of region-wide discovery responses, in which event the objecting party shall provide a time frame and/or date certain for response to the region-wide discovery. Such Objections may include the fact that certain discovery responses may be voluminous and/or require answers from individuals from multiple states.

(b) Where objections are made pursuant to (2)(A)(iv) (a) (1), the objecting party shall state whether it intends to provide a partial response subject to the objection. Parties shall agree upon a time frame and/or date certain for responses, and the responding party will engage in its best efforts to respond as quickly as possible.

(c) Where objections are made pursuant to (2)(A)(iv) (a) (2), the parties shall agree upon a time frame and/or date certain for responses, and the responding party will engage in its best efforts to respond as quickly as possible.

(v) Where the parties are unable to resolve a discovery dispute as outlined in the proceeding sections, the parties shall seek expedited rulings on any discovery dispute, and the Authority shall resolve any such dispute expeditiously. The resolution of discovery disputes may be determined by the Pre-Hearing Officer, or by a staff attorney the Authority appointed for that purpose on an ad hoc basis.

(B) Depositions

- (i) Depositions of employees, consultants, contractors and agents may be taken pursuant to the ordinary rules of practice and procedure before the Authority, including any objections that may be raised.
- (ii) Depositions of persons whom the parties will sponsor as witnesses in the above-styled Docket shall be limited as follows, after testimony is filed:

(a) Any party may depose a person who files testimony, subject to (2)(B)(ii)(b) below, after the filing of:

(1) direct testimony; and

(2) rebuttal testimony; and

(3) surrebuttal testimony

(b) Once a witness has been deposed regarding such testimony in any state in the BellSouth region, that witness may only be deposed again (1) upon the request of the staff of the Authority, or if there is participation by a public agency such as a consumer advocate or the Attorney General, upon request by such public agency, or (2) any party to this proceeding that was not a party to the proceeding in which the deposition was taken, or (3) by any party, if the testimony offered by the witness contains state specific information which is different from previous testimony filed by the witness, in which case the deposition will be limited to questions about the state specific material and related items.

(c) Should a witnesses' testimony in this state change materially, other than by reason of the inclusion of state specific material discussed in (b) above, the witness may be deposed again, but only in connection with the testimony that has changed.

(d) The purpose of these deposition requirements is to conserve the resources of the parties, and to encourage the parties to work jointly and cooperatively to conduct necessary discovery.

(e) If the parties have a dispute regarding the taking of depositions in any particular situation, the parties are admonished to work together to resolve such differences, and if those differences cannot be reconciled, the parties

should be prepared to present a very brief explanation of the dispute and the aggrieved party should be prepared to demonstrate how it is prejudiced by its failure to comply with the requests or objections of the opposing party.

(3) Confidentiality of Information

The Pre-Hearing Officer is requested to issue a protective order similar to that used in other dockets to protect confidential information. In addition, the parties may require the execution of a confidentiality agreement where appropriate. A form confidentiality agreement will be submitted to the Authority.

ENTERED this _____ day of _____, 2003.

Hearing Officer

Competing Local Exchange Carriers Certificated in Tennessee as Facilities-Based Telecommunications Carriers

1-800 RECONEX, Inc.
 360networks (USA)
 Access Integrated Networks, Inc.
 Access Point, Inc.
 Adelphia Business Solutions of Nashville
 Adelphia Business Solutions Operations, Inc.
 Aeneas Communications, LLC
 Alec, Inc.
 Alltel Communications, Inc.
 American Fiber Systems, Inc.
 AT&T Communications of the South Central States
 BellSouth BSE, Inc.
 Ben Lomand Communications, Inc.
 Birch Telecom, Inc.
 Brooks Fiber Communications of Tennessee, Inc.
 Budget Phone, Inc.
 Bullseye Telecom, Inc.
 Business Telecom, Inc.
 C III Communications Operations, LLC
 CAT Communications International, Inc..
 CenturyTel Fiber Company II, LLC
 CenturyTel Solutions, LLC
 Ciera Network Systems, Inc.
 Cinergy Communications Co.
 Citizens Telecommunications Company
 Cogent Communications of Tennessee, Inc.
 Comm South Companies, Inc.
 CommuniGroup of Jackson, Inc.
 Cypress Communications Operating Company, Inc.
 DIECA Communications, Inc.
 Dixie Net Communications, LLC
 DSLnet Communications, LLC
 EAGLE COMMUNICATIONS, INC.
 East Tennessee Network, LLC
 Electric Power Board of Chattanooga
 Excel Telecommunications, Inc.
 Global Connection Inc. of Tennessee
 Global Crossing Local Services, Inc.
 Global NAPs Gulf, Inc.
 Granite Telecommunications, LLC
 ICG Telecom Group, Inc.
 IDS Telcom LLC
 Image Access, Inc.
 Intermedia Communications, Inc.
 Intrado, Inc.
 ITC^DeltaCom Communications, Inc.
 KMC DATA, LLC
 KMC Telecom III LLC
 KMC Telecom V, Inc.
 Knology of Tennessee, Inc.
 LecStar Telecom, Inc.
 Level 3 Communications, LLC
 Lightyear Communications Inc.
 LoadPoint Telecommunications, LLC

Madison River Communications, LLC
 MCI WorldCom Communications, Inc.
 MCImetro Access Transmission Services, Inc.
 McLeod USA Telecommunications Services, Inc.
 Memphis Network, LLC
 Metro Teleconnect Companies, Inc.
 Metropolitan Fiber Systems of Tennessee, Inc.
 Momentum Business Solutions, Inc.
 MountainNet Telephone Company
 NA Communications, Inc.
 NationNet Communications
 Navigator Telecommunications, LLC
 Network Telephone Corporation
 New Edge Network, Inc.,
 New South Communications Corp.
 NOS Communications, Inc.
 NOW Communications, Inc.
 Nu Vox Communications, Inc.
 NUI Telecom, Inc.
 OnePoint Communications, Georgia, LLC
 OneStar Communications, LLC
 Premiere Network Services, Inc.
 Progress Telecom Corporation
 Qwest Communications Corporation
 Qwest Enterprise America, Inc.
 SBC Telecom, Inc.
 Sprint Communications Company, L.P.
 Talk America Inc.
 TCG MidSouth, Inc.
 Tele-SyS, Inc.
 TeleConex, Inc.
 Telepak Networks, Inc.
 Teligent Services, Inc.
 Texas HomeTel, Inc.
 The Other Phone Company, Inc.
 TIB
 Time Warner Telecom of the Mid-South, LLC
 Touch America, Inc.
 U-Dial of Tennessee, Inc.
 US Carrier Telecom, LLC
 US LEC of Tennessee, Inc. (US LEC)
 US TelePacific Corp
 VarTec Telecom, Inc.
 Williams Communications, LLC
 XO Tennessee, Inc.
 Xspedius Management Co. of Chattanooga, LLC
 Xspedius, LLC
 Z-Tel Communications, Inc.